

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: BYJU's ALPHA, INC., ¹ Debtor.	Chapter 11 Case No. 24-10140 (JTD)
BYJU'S ALPHA, INC., Plaintiff, v. CAMSHAFT CAPITAL FUND, LP, CAMSHAFT CAPITAL ADVISORS, LLC, CAMSHAFT CAPITAL MANAGEMENT, LLC, RIJU RAVINDRAN, INSPILEARN LLC, and THINK AND LEARN PRIVATE LIMITED, Defendants.	Adv. Pro. Case No. 24-50013 (JTD) <u>Related Adv. D.I.: 80, 81, 85, 115</u>

DECLARATION OF PIETER VAN TOL

Pieter Van Tol, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a partner with the firm of Hogan Lovells US LLP, and this firm is counsel for Defendants Camshaft Capital Fund, LP (“Camshaft Fund”), Camshaft Capital Advisors, LLC, and Camshaft Capital Management, LLC (collectively, “Camshaft”) and William Morton (together, the “Movants”) in the above proceeding.

2. I submit this declaration in support of the motion (“Motion”) by the Movants for an order vacating the contempt order issued on March 14, 2024 and remitting the accrued fines.

¹ The Debtor in this Chapter 11 case, along with the last four digits of the Debtor's federal tax identification number, is: BYJU's Alpha, Inc. (4260). The location of the Debtor's service address for purposes of this Chapter 11 case is: 1007 N. Market St. Ste. G20 452, Wilmington, Delaware 19801.

3. On February 23, 2024, Camshaft served responses and objections to the Debtor's first set of interrogatories (the "First Interrogatories") and the Debtor's first set of document requests (the "First Document Requests"). (Adv. D.I. 28-4; 28-5.) On February 26, 2024, Camshaft also produced documents in response to the First Document Requests.²

4. On May 24, 2024, Camshaft served its amended responses and objections to the First Document Requests, a true and correct copy of which is annexed hereto as **Exhibit A**. On the same day, Camshaft began a supplemental production of documents to the Debtor and GLAS, Bates numbered CAMSHAFT-0000124-269, in response to the First Document Requests. The production of documents on May 24, 2024 included the February 1, 2024 transfer agreement showing the transferee.

5. On May 24, 2024, Camshaft served its amended responses and objections to the First Interrogatories, a true and correct copy of which is annexed hereto as **Exhibit B**. In response to Interrogatory No. 2, Camshaft referred the Debtor and GLAS to the contemporaneous document production for details on the February 1, 2024 transfer, including the identity of the transferee.³

6. On May 28, 2024, Camshaft served its second amended responses and objections to the First Document Requests, a true and correct copy of which is annexed hereto as **Exhibit C**. On the same day, Camshaft produced additional documents to the Debtor and GLAS, Bates numbered CAMSHAFT-0000270-651, in response to the First Document Requests. This

² In Camshaft's May 28, 2024 opposition to the motion for sanctions by the Debtor and Plaintiff-Intervenor GLAS Trust Company LLC ("GLAS"), Camshaft inadvertently referred to the initial production date as February 23, 2024. (See, e.g., Adv. D.I. 207, 2, 6.) It was in fact on the next business day, February 26, 2024.

³ The response to Interrogatory No. 2 contained a typographical error and referred the Debtor and GLAS to the wrong Bates number. That error has been corrected. Also, given that the production on May 24, 2024 was smaller than the later productions, it seems likely that the Debtor and GLAS found the correct document within a short time.

production included, among other things, the last-available register showing the names of the Camshaft Fund's limited partners.

7. Camshaft believes that the production on May 28, 2024, completes its responses to the First Document Requests, which the Debtor has described as "limited" in nature. If the Debtor and/or GLAS have a different view, Camshaft will discuss the issues in good faith because its goal is to comply fully with the First Document Requests.

8. On May 28, 2024, Camshaft its second amended responses and objections to the First Interrogatories, a true and correct copy of which is annexed hereto as **Exhibit D**. Again, Camshaft believes that the foregoing completes its responses to the First Interrogatories, but it will in good faith discuss any issues relating to the responses with the Debtor and GLAS.

9. On April 24, 2024, the Debtor served a second set of interrogatories (the "Second Interrogatories") and second set of document requests (the "Second Document Requests") (collectively, the "Second Discovery Requests") on Camshaft. The parties agreed that Camshaft would respond to the Second Discovery Requests by May 30, 2024.

10. On May 28, 2024 (two days before the agreed-upon deadline), Camshaft served its responses and objections to the Second Document Requests, a true and correct copy of which is annexed hereto as **Exhibit E**. Rather than merely serving written responses (a common-place practice), Camshaft also began its production of documents in response to the Second Document Requests and it produced a substantial number of documents on May 28, 2024, Bates numbered CAMSHAFT-0000652-1306. Camshaft's production in response to the Second Document Requests is ongoing and it will be completed as soon as reasonably practicable.

11. On May 30, 2024, Camshaft also served its responses and objections to the Second Interrogatories, a true and correct copy of which is annexed hereto as **Exhibit F**.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 2, 2024
New York, New York

/s/ Pieter Van Tol
Pieter Van Tol